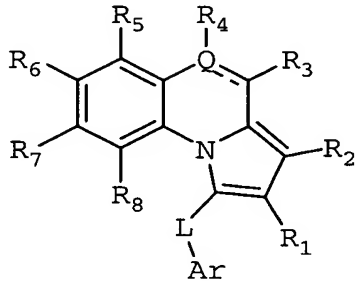
WHAT IS CLAIMED IS:

1. A method of treating or ameliorating a disorder responsive to the induction of apoptosis in an animal suffering therefrom, comprising administering to an animal in need of such treatment an effective amount of a compound of Formula I:



(I)

or a pharmaceutically acceptable salt or prodrug thereof, wherein:

L is C=O or CHOH;

Ar is optionally substituted and is aryl, heteroaryl, saturated carbocyclic, partially saturated carbocylic, saturated heterocyclic, partially saturated heterocyclic, arylalkyl or heteroarylalkyl;

R_1-R_8 are independently hydrogen, halo, haloalkyl, aryl, optionally substituted fused aryl, optionally substituted fused heteroaryl, carbocyclic, a heterocyclic group, a heteroaryl group, C_{1-10} alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocyclealkyl, heterocyclealkyl, hydroxyalkyl, nitro, amino, cyano, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, carboxy, carbonylamido, alkylthiol, alkylsulfonyl or alkylcarboxylate;

the dash line represents either a single bond or a double bond; and

Q is N or C, with the proviso that when Q is N and the dash line represents a double bond, then R_4 is either O or none.

2. The method of claim 1, wherein L is C=O.

3. The method of claim 1, wherein Q is C and the dash line is a double bond.

4. The method of claim 1, wherein Q is N and the dash line is a double bond.

5. The method of claim 1, wherein R_2 is CN.

6. The method of claim 1, wherein Ar is optionally substituted and is phenyl, naphthyl, pyridyl, quinolyl, isoquinolyl, thienyl, furyl, pyrrolyl, indolyl or cyclohexyl.

7. The method of claim 6, wherein Ar is optionally substituted and is phenyl or pyridyl.

8. The method of claim 1, wherein each of R_1-R_8 is independently hydrogen, halo, haloalkyl, aryl, optionally substituted fused heteroaryl, carbocyclic, a heterocyclic group, a heteroaryl group, C_{1-10} alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocyclealkyl, heterocyclealkyl, hydroxyalkyl, nitro, amino, cyano, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, carboxy, carbonylamido, alkylthiol, alkylsulfonyl or alkylcarboxylate.

9. The method of claim 1, wherein said compound is selected from the group consisting of:

3-Cyano-1-[hydroxy-(4-methoxyphenyl)-methyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[hydroxy-(4-imidazol-1-yl-phenyl)-methyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[imidazol-1-yl-(4-imidazol-1-yl-phenyl)-methyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(hydroxy-phenyl-methyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[hydroxy-(4-fluorophenyl)-methyl]-pyrrolo[1,2-*a*]quinoline;

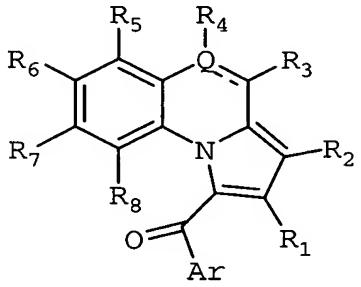
3-Cyano-1-(hydroxy-phenyl-methyl)-8-methyl-pyrrolo[1,2-*a*]quinoline;

6-Chloro-3-cyano-1-(hydroxy-phenyl-methyl)-pyrrolo[1,2-*a*]quinoline; and

3-Cyano-1-[hydroxy-(4-pyrazol-1-yl-phenyl)-methyl]-pyrrolo[1,2-*a*]quinoline;

or a pharmaceutically acceptable salt or prodrug thereof.

10. The method of claim 1, wherein said compound has the Formula II:



(II)

or a pharmaceutically acceptable salt or prodrug thereof.

11. The method of claim 10, wherein Q is C and the dash line is a double bond.

12. The method of claim 10, wherein Q is N and the dash line is a double bond.

13. The method of claim 10, wherein R_2 is CN.

14. The method of claim 10, wherein Ar is optionally substituted and is phenyl, naphthyl, pyridyl, quinolyl, isoquinolyl, thienyl, furyl, pyrrolyl, indolyl or cyclohexyl.

15. The method of claim 14, wherein Ar is optionally substituted and is phenyl or pyridyl.

16. The method of claim 10, wherein each of R_1-R_8 is independently hydrogen, halo, haloalkyl, aryl, optionally substituted fused heteroaryl, carbocyclic, a heterocyclic group, a heteroaryl group, C_{1-10} alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocyclealkyl, heterocyclealkyl, hydroxyalkyl, nitro, amino, cyano, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, carboxy, carbonylamido, alkylthiol, alkylsulfonyl or alkylcarboxylate.

17. The method of claim 10, wherein said compound is selected from the group consisting of:

1-Benzoyl-3-cyano-6,7,8,9-tetrahydro-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(pyridine-2-carbonyl)-pyrrolo[1,2-*a*]quinoline;

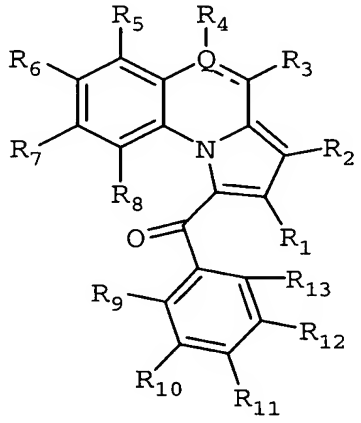
3-Cyano-1-(pyridine-3-carbonyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-cyclopropanecarbonyl-pyrrolo[1,2-*a*]quinoline; and

3-Cyano-1-(morpholine-4-carbonyl)-pyrrolo[1,2-*a*]quinoline;

or a pharmaceutically acceptable salt or prodrug thereof.

18. The method of claim 10, wherein said compound has the Formula III:



(III)

or a pharmaceutically acceptable salt or prodrug thereof, wherein:

R_9-R_{13} are independently hydrogen, halo, C_1-C_6 haloalkyl, C_6-C_{10} aryl, heteroaryl, C_4-C_7 cycloalkyl, C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_6-C_{10} aryl(C_1-C_6)alkyl, C_6-C_{10} aryl(C_2-C_6)alkenyl, C_6-C_{10} aryl(C_2-C_6)alkynyl, C_1-C_6 hydroxyalkyl, nitro, amino, ureido, cyano, C_1-C_6 acylamino, hydroxy, thiol, C_1-C_6 acyloxy, azido, C_1-C_6 alkoxy, carboxy, (C_1-C_6)alkylsulfonyl or (C_1-C_6)alkylcarboxylate.

19. The method of claim 18, wherein Q is C and the dash line is a double bond.

20. The method of claim 18, wherein R_2 is CN.

21. The method of claim 18, wherein said compound is selected from the group consisting of:

1-Benzoyl-3-cyano-pyrrolo[1,2-*a*]quinoline;

1-(4-Methyl-benzoyl)-3-(1-oxo-ethyl)-pyrrolo[1,2-*a*]quinoline;

3-(Ethyl carboxylate)-1-(4-methoxy-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-(Ethyl carboxylate)-1-(3-methoxy-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(3-methoxy-benzoyl)-pyrrolo[1,2-*a*]quinoline;

1-(3-Bromo-benzoyl)-3-cyano-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-methoxy-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-methyl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

1-(4-Chloro-benzoyl)-3-cyano-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-fluoro-benzoyl)-pyrrolo[1,2-*a*]quinoline;

1-(4-Bromo-benzoyl)-3-cyano-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-3-cyano-7-methyl-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-3-cyano-5-methyl-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-nitro-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-pyrrolidin-1-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

1-(4-Amino-benzoyl)-3-cyano-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(4-imidazol-1-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[4-(methyl carboxylate)benzoyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-diethylmino-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-methanesulfonyl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[4-(4-pyridin-2-yl-piperazin-1-yl)-benzoyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[4-(2-morpholin-4-yl-ethylamino)-benzoyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-morpholin-4-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[4-(4-methyl-piperazin-1-yl)-benzoyl]-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-3-cyano-8-methyl-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-6-chloro-3-cyano-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-4-bromo-3-cyano-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-7-chloro-3-cyano-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-pyrazol-1-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-3-cyano-4-methyl-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-fluoro-benzoyl)-8-methyl-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-imidazol-1-yl-benzoyl)-8-methyl-pyrrolo[1,2-*a*]quinoline;

6-Chloro-3-cyano-1-(4-fluoro-benzoyl)-pyrrolo[1,2-*a*]quinoline;

6-Chloro-3-cyano-1-(4-imidazol-1-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-piperazin-1-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[4-(3-dimethylamino-propylamino)-benzoyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-methoxy-benzoyl)-pyrrolo[1,2-*a*]quinoxaline; and

3-Cyano-4,5-dihydro-1-(4-methoxy-benzoyl)-pyrrolo[1,2-*a*]quinoxaline;

or a pharmaceutically acceptable salt or prodrug thereof.

22. The method of claim 18, werein said compound is selected from the group consisting of

3-Cyano-1-(3-hydroxy-benzoyl)-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[3-(2-morpholin-4-yl-ethoxy)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[3-(2-dimethylamino-ethoxy)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[3-(carboxymethoxy)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[3-(2-hydroxyethoxy)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[2-(dimethylaminomethyl)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[4-(dimethylaminomethyl)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[4-(morpholin-4-ylmethyl)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[4-(4-methylpiperazin-1-ylmethyl)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[4-(imidazol-1-ylmethyl)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(4-fluoro-benzoyl)-8-dimethylaminomethyl-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(4-dimethylamino-benzoyl)-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-6-nitro-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-6-hydroxy-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-8-hydroxy-pyrrolo[1,2-α]quinoline;

1-Benzoyl-3-cyano-6-(2-morpholin-4-yl-ethoxy)-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-6-(2-dimethylamino-ethoxy)-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-8-(2-morpholin-4-yl-ethoxy)-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-8-(2-dimethylamino-ethoxy)-pyrrolo[1,2-a]quinoline;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid *N*-hydroxysuccinimidyl ester;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid (2-hydroxy-ethyl)-amide;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid (2-morpholin-4-yl-ethyl)-amide;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid hydroxy-amide;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid (2-amino-ethyl)-amide;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid (3-dimethylamino-propyl)-amide;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid {2-[2-(2-amino-ethoxy)-ethoxy-]-ethyl}-amide;

1-(3-Methoxy-benzoyl)-3-(4-methyl-piperazine-1-cabonyl)-pyrrolo[1,2-a]quinoline;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid (2-piperazin-1-yl-ethyl)-amide;

3-Cyano-1-(2-fluoro-benzoyl)-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(2-methylbenzoyl)-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(4-acetamido-3-nitro-benzoyl)-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(4-fluoro-benzoyl)-pyrrolo[1,2-a]quinoxaline;

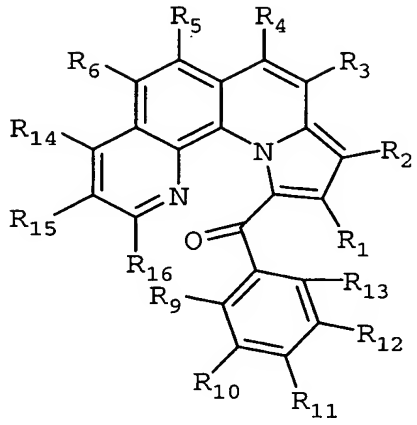
3-Cyano-1-(2-imidazol-1-yl-benzoyl)-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(2-morpholine-1-yl-benzoyl)-pyrrolo[1,2-a]quinoline; and

3-Cyano-1-(4-carboxy-benzoyl)-pyrrolo[1,2-a]quinoline;

or a pharmaceutically acceptable salt or prodrug thereof.

23. The method of claim 11, wherein said compound has the Formula IV:



(IV)

or a pharmaceutically acceptable salt or prodrug thereof, wherein:

R_1-R_6 are independently hydrogen, halo, haloalkyl, aryl, carbocyclic, a heterocyclic group, a heteroaryl group, C_{1-10} alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocyclealkyl, heterocyclealkyl, hydroxyalkyl, nitro, amino, cyano, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, carboxy, carbonylamido, alkylthiol, alkylsulfonyl or alkylcarboxylate; and

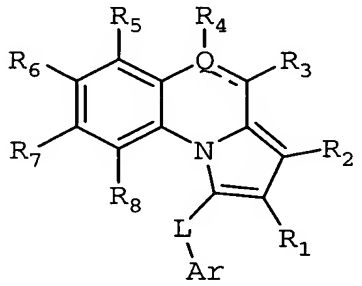
R_9-R_{16} are independently hydrogen, halo, C_1-C_6 haloalkyl, C_6-C_{10} aryl, heteroaryl, C_4-C_7 cycloalkyl, C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_6-C_{10} aryl(C_1-C_6)alkyl, C_6-C_{10} aryl(C_2-C_6)alkenyl, C_6-C_{10} aryl(C_2-C_6)alkynyl, C_1-C_6 hydroxyalkyl, nitro, amino, ureido, cyano, C_1-C_6 acylamino, hydroxy, thiol, C_1-C_6 acyloxy, azido, C_1-C_6 alkoxy, carboxy, (C_1-C_6)alkylsulfonyl or (C_1-C_6)alkylcarboxylate.

24. The method of claim 23, wherein R_2 is -C(O)-(C_{1-10})alkyl, -C(O)-O-(C_{1-10})alkyl or CN.

25. The method of claim 24, wherein R_2 is CN.

26. The method of claim 23, wherein said compound is 1-benzoyl-3-(ethylcarboxylate)-11,11c-diaza-cyclopenta[*c*]phenanthrene or a pharmaceutically acceptable salt or prodrug thereof.

27. A method for treating or ameliorating cancer, comprising administering to an animal in need of such treatment an effective amount of a compound of Formula I:



(I)

or a pharmaceutically acceptable salt or prodrug thereof, wherein:

L is C=O or CHOH;

Ar is optionally substituted and is aryl, heteroaryl, saturated carbocyclic, partially saturated carbocylic, saturated heterocyclic, partially saturated heterocyclic, arylalkyl, or heteroarylalkyl;

R_1-R_8 are independently hydrogen, halo, haloalkyl, aryl, optionally substituted fused aryl, optionally substituted fused heteroaryl, carbocyclic, a heterocyclic group, a heteroaryl group, C_{1-10} alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocyclealkyl, heterocyclealkyl, hydroxyalkyl, nitro, amino, cyano, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, carboxy, carbonylamido, alkylthiol, alkylsulfonyl or alkylcarboxylate;

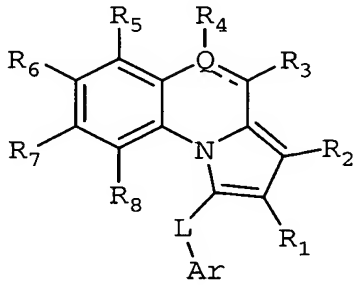
the dash line represents either a single bond or a double bond; and

Q is N or C, with the proviso that when Q is N and the dash line represents a double bond, then R_4 is either O or none.

28. The method of claim 27, wherein said animal is a mammal.

29. The method of claim 27, wherein said cancer is selected from the group consisting of Hodgkin's disease, non-Hodgkin's lymphoma, acute lymphocytic leukemia, chronic lymphocytic leukemia, multiple myeloma, neuroblastoma, breast carcinoma, ovarian carcinoma, lung carcinoma, Wilms' tumor, cervical carcinoma, testicular carcinoma, soft-tissue sarcoma, primary macroglobulinemia, bladder carcinoma, chronic granulocytic leukemia, primary brain carcinoma, malignant melanoma, small-cell lung carcinoma, stomach carcinoma, colon carcinoma, malignant pancreatic insulinoma, malignant carcinoid carcinoma, choriocarcinomas, mycosis fungoides, head or neck carcinoma, osteogenic sarcoma, pancreatic carcinoma, acute granulocytic leukemia, hairy cell leukemia, neuroblastoma, rhabdomyosarcoma, Kaposi's sarcoma, genitourinary carcinoma, thyroid carcinoma, esophageal carcinoma, malignant hypercalcemia, cervical hyperplasia, renal cell carcinoma, endometrial carcinoma, polycythemia vera, essential thrombocytosis, adrenal cortex carcinoma, skin cancer and prostatic carcinoma.

30. A method for the treatment or amelioration of drug-resistant cancer, comprising administering to an animal in need of such treatment or amelioration an effective amount of a compound of the Formula I:



(I)

or a pharmaceutically acceptable salt or prodrug thereof, wherein:

L is C=O or CHOH;

Ar is optionally substituted and is aryl, heteroaryl, saturated carbocyclic, partially saturated carbocylic, saturated heterocyclic, partially saturated heterocyclic, arylalkyl, or heteroarylalkyl;

R_1-R_8 are independently hydrogen, halo, haloalkyl, aryl, optionally substituted fused aryl, optionally substituted fused heteroaryl, carbocyclic, a heterocyclic group, a heteroaryl group, C_{1-10} alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocyclealkyl, heterocyclealkyl, hydroxyalkyl, nitro, amino, cyano, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, carboxy, carbonylamido, alkylthiol, alkylsulfonyl or alkylcarboxylate;

the dash line represents either a single bond or a double bond; and

Q is N or C, with the proviso that when Q is N and the dash line represents a double bond, then R_4 is either O or none.

31. The method of claim 30, wherein said animal is a mammal.

32. The method of claim 27 or 30, additionally comprising administering at least one known cancer chemotherapeutic agent, or a pharmaceutically acceptable salt of said agent.

33. The method of claim 27 or 30, wherein said compound is administered together with at least one compound selected from the group consisting of busulfan, cis-platin, mitomycin C, carboplatin, colchicine, vinblastine, paclitaxel, docetaxel, camptothecin, topotecan, doxorubicin, etoposide, 5-azacytidine, 5-fluorouracil, methotrexate, 5-fluoro-2'-deoxy-uridine, ara-C, hydroxyurea, thioguanine, melphalan, chlorambucil, cyclophosamide, ifosfamide, vincristine, mitoguazone, epirubicin, aclarubicin, bleomycin, mitoxantrone, elliptinium, fludarabine, octreotide, retinoic acid, tamoxifen, Herceptin®, Rituxan®, arsenic trioxide, gamcitabine, doxazosin, terazosin, tamsulosin, CB-64D, CB-184, haloperidol, lovastatin, simvastatin, pravastatin, fluvastatin, atorvastatin, cerivastatin, amprenavir, abacavir, CGP-

73547, CGP-61755, DMP-450, indinavir, nelfinavir, tipranavir, ritonavir, saquinavir, ABT-378, AG 1776, BMS-232,632, bexarotene, tretinoin, 13-cis-retinoic acid, 9-cis-retinoic acid, α-difluoromethylornithine, ILX23-7553, fenretinide, N-4-carboxyphenyl retinamide, lactacystin, MG-132, PS-341, Gleevec®, ZD1839 (Iressa), SH268, genistein, CEP2563, SU6668, SU11248, EMD121974, R115777, SCH66336, L-778,123, BAL9611, TAN-1813, flavopiridol, UCN-01, roscovitine, olomoucine, celecoxib, valecoxib, rofecoxib and alanosine.

34. The method of claim 27 or 30, additionally comprising treating said animal with radiation-therapy.

35. The method of claim 1, wherein said disorder is rheumatoid arthritis.

36. The method of claim 1, wherein said disorder is inflammation.

37. The method of claim 1, wherein said disorder is inflamatory bowel disease.

38. The method of claim 1, wherein said disorder is Crohn's disease.

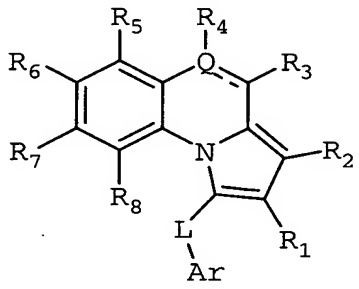
39. The method of claim 1, wherein said disorder is ulcerative colitis.

40. The method of claim 1, wherein said disorder is a skin disease.

41. The method of claim 40, wherein said disorder is psoriasis.

42. The method according to claim 1, wherein said disorder is an infectious viral disease.

43. A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a compound of Formula I:



(I)

or a pharmaceutically acceptable salt or prodrug thereof, wherein:

L is C=O or CHOH;

Ar is optionally substituted and is aryl, heteroaryl, saturated carbocyclic, partially saturated carbocylic, saturated heterocyclic, partially saturated heterocyclic, arylalkyl, or heteroarylalkyl;

R_1-R_8 are independently hydrogen, halo, haloalkyl, aryl, optionally substituted fused aryl, optionally substituted fused heteroaryl, carbocyclic, a heterocyclic group, a heteroaryl group, C_{1-10} alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocyclealkyl, heterocyclealkyl, hydroxyalkyl, nitro, amino, cyano, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, carboxy, carbonylamido, alkylthiol, alkylsulfonyl or alkylcarboxylate;

the dash line represents either a single bond or a double bond; and

Q is N or C, with the proviso that when Q is N and the dash line represents a double bond, then R_4 is either O or none.

44. The pharmaceutical composition of claim 43, wherein said compound is selected from the group consisting of:

1-Benzoyl-3-cyano-pyrrolo[1,2-*a*]quinoline;

1-(4-Methyl-benzoyl)-3-(1-oxo-ethyl)-pyrrolo[1,2-*a*]quinoline;

3-(Ethyl carboxylate)-1-(4-methoxy-benzoyl)-pyrrolo[1,2-*a*]quinoline;

1-(3-Methoxy-benzoyl)-3-(ethyl carboxylate)-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-3-(ethylcarboxylate)-11,11c-diaza-cyclopenta[*c*]phenanthrene;

3-Cyano-1-(3-methoxy-benzoyl)-pyrrolo[1,2-*a*]quinoline;

1-(3-Bromo-benzoyl)-3-cyano-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-methoxy-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-methyl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

1-(4-Chloro-benzoyl)-3-cyano-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-fluoro-benzoyl)-pyrrolo[1,2-*a*]quinoline;

1-(4-Bromo-benzoyl)-3-cyano-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-3-cyano-7-methyl-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-3-cyano-5-methyl-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-nitro-benzoyl)-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-3-cyano-6,7,8,9-tetrahydro-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(pyridine-2-carbonyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(pyridine-3-carbonyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-pyrrolidin-1-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[hydroxy-(4-methoxyphenyl)-methyl]-pyrrolo[1,2-*a*]quinoline;

1-(4-Amino-benzoyl)-3-cyano-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-imidazol-1-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-cyclopropanecarbonyl-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[4-(methyl carboxylate)benzoyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-diethylmino-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-methanesulfonyl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[hydroxy-(4-imidazol-1-yl-phenyl)-methyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[imidazol-1-yl-(4-imidazol-1-yl-phenyl)-methyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[4-(4-pyridin-2-yl-piperazin-1-yl)-benzoyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[4-(2-morpholin-4-yl-ethylamino)-benzoyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-morpholin-4-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[4-(4-methyl-piperazin-1-yl)-benzoyl]-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-3-cyano-8-methyl-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-6-chloro-3-cyano-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-4-bromo-3-cyano-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-7-chloro-3-cyano-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(morpholine-4-carbonyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-pyrazol-1-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-3-cyano-4-methyl-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-fluoro-benzoyl)-8-methyl-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-imidazol-1-yl-benzoyl)-8-methyl-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(hydroxy-phenyl-methyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[hydroxy-(4-fluorophenyl)-methyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(hydroxy-phenyl-methyl)-8-methyl-pyrrolo[1,2-*a*]quinoline;

6-Chloro-3-cyano-1-(hydroxy-phenyl-methyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[hydroxy-(4-pyrazol-1-yl-phenyl)-methyl]-pyrrolo[1,2-*a*]quinoline;

6-Chloro-3-cyano-1-(4-fluoro-benzoyl)-pyrrolo[1,2-*a*]quinoline;

6-Chloro-3-cyano-1-(4-imidazol-1-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-piperazin-1-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[4-(3-dimethylamino-propylamino)-benzoyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-methoxy-benzoyl)-pyrrolo[1,2-*a*]quinoxaline;

3-Cyano-4,5-dihydro-1-(4-methoxy-benzoyl)-pyrrolo[1,2-*a*]quinoxaline;

3-Cyano-1-(3-hydroxy-benzoyl)-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[3-(2-morpholin-4-yl-ethoxy)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[3-(2-dimethylamino-ethoxy)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[3-(carboxymethoxy)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[3-(2-hydroxyethoxy)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[2-(dimethylaminomethyl)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[4-(dimethylaminomethyl)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[4-(morpholin-4-ylmethyl)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[4-(4-methylpiperazin-1-ylmethyl)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[4-(imidazol-1-ylmethyl)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(4-fluoro-benzoyl)-8-dimethylaminomethyl-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(4-dimethylamino-benzoyl)-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-6-nitro-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-6-hydroxy-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-8-hydroxy-pyrrolo[1,2-α]quinoline;

1-Benzoyl-3-cyano-6-(2-morpholin-4-yl-ethoxy)-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-6-(2-dimethylamino-ethoxy)-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-8-(2-morpholin-4-yl-ethoxy)-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-8-(2-dimethylamino-ethoxy)-pyrrolo[1,2-a]quinoline;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid *N*-hydroxysuccinimidyl ester;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid (2-hydroxy-ethyl)-amide;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid (2-morpholin-4-yl-ethyl)-amide;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid hydroxy-amide;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid (2-amino-ethyl)-amide;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid (3-dimethylamino-propyl)-amide;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid {2-[2-(2-amino-ethoxy)-ethoxy-]-ethyl}-amide;

1-(3-Methoxy-benzoyl)-3-(4-methyl-piperazine-1-cabonyl)-pyrrolo[1,2-a]quinoline;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid (2-piperazin-1-yl-ethyl)-amide;

3-Cyano-1-(2-fluoro-benzoyl)-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(2-methylbenzoyl)-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(4-acetamido-3-nitro-benzoyl)-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(4-fluoro-benzoyl)-pyrrolo[1,2-a]quinoxaline;

3-Cyano-1-(2-imidazol-1-yl-benzoyl)-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(2-morpholine-1-yl-benzoyl)-pyrrolo[1,2-a]quinoline; and

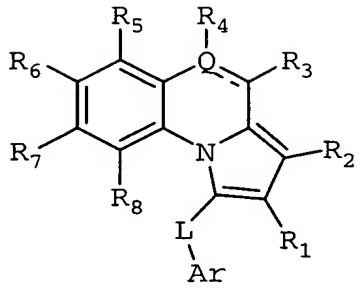
3-Cyano-1-(4-carboxy-benzoyl)-pyrrolo[1,2-a]quinoline;

or a pharmaceutically acceptable salt or prodrug thereof.

45. The pharmaceutical composition of claim 43, additionally comprising at least one known cancer chemotherapeutic agent, or a pharmaceutically acceptable salt of said agent.

46. The pharmaceutical composition of claim 45, wherein said known cancer therapeutic agent is selected from the group consisting of busulfan, cis-platin, mitomycin C, carboplatin, colchicine, vinblastine, paclitaxel, docetaxel, camptothecin, topotecan, doxorubicin, etoposide, 5-azacytidine, 5-fluorouracil, methotrexate, 5-fluoro-2'-deoxy-uridine, ara-C, hydroxyurea, thioguanine, melphalan, chlorambucil, cyclophosamide, ifosfamide, vincristine, mitoguazone, epirubicin, aclarubicin, bleomycin, mitoxantrone, elliptinium, fludarabine, octreotide, retinoic acid, tamoxifen, Herceptin®, Rituxan®, arsenic trioxide, gamcitabine, doxazosin, terazosin, tamsulosin, CB-64D, CB-184, haloperidol, lovastatin, simvastatin, pravastatin, fluvastatin, atorvastatin, cerivastatin, amprenavir, abacavir, CGP-73547, CGP-61755, DMP-450, indinavir, nelfinavir, tipranavir, ritonavir, saquinavir, ABT-378, AG 1776, BMS-232,632, bexarotene, tretinoin, 13-cis-retinoic acid, 9-cis-retinoic acid, α-difluoromethylornithine, ILX23-7553, fenretinide, N-4-carboxyphenyl retinamide, lactacystin, MG-132, PS-341, Gleevec®, ZD1839 (Iressa), SH268, genistein, CEP2563, SU6668, SU11248, EMD121974, R115777, SCH66336, L-778,123, BAL9611, TAN-1813, flavopiridol, UCN-01, roscovitine, olomoucine, celecoxib, valecoxib, rofecoxib and alanosine.

47. A compound of Formula I:



(I)

or a pharmaceutically acceptable salt or prodrug thereof, wherein:

L is C=O or CHOH;

Ar is optionally substituted and is aryl, heteroaryl, saturated carbocyclic, partially saturated carbocylic, saturated heterocyclic, partially saturated heterocyclic, arylalkyl, or heteroarylalkyl;

R_1-R_8 are independently hydrogen, halo, haloalkyl, aryl, optionally substituted fused aryl, optionally substituted fused heteroaryl, carbocyclic, a heterocyclic group, a heteroaryl group, C_{1-10} alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocyclealkyl, heterocyclealkyl, hydroxyalkyl, nitro, amino, cyano, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, carboxy, carbonylamido, alkylthiol, alkylsulfonyl or alkylcarboxylate;

the dash line represents either a single bond or a double bond; and

Q is N or C, with the proviso that when Q is N and the dash line represents a double bond, then R_4 is either O or none;

and with the proviso that when R_2 is CN, L is C=O and Ar is phenyl, then at least one of the R_1 and R_3-R_8 is other than hydrogen.

48. The compound of claim 47, wherein L is C=O.

49. The compound of claim 47, wherein Q is C and the dash line is a double bond.

50. The compound of claim 47, wherein Q is N and the dash line is a double bond.

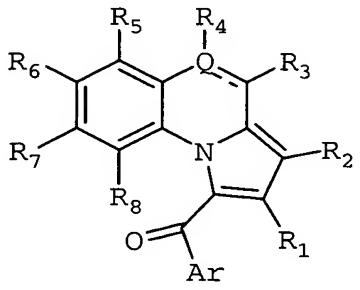
51. The compound of claim 47, wherein R_2 is CN.

52. The compound of claim 47, wherein Ar is phenyl, naphthyl, pyridyl, quinolyl, isoquinolyl, thienyl, furyl, pyrrolyl, indolyl, or cyclohexyl, each of which is optionally substituted.

53. The compound of claim 52, wherein Ar is optionally substituted and is phenyl or pyridyl.

54. The compound of claim 47, wherein R_1-R_8 are independently hydrogen, halo, haloalkyl, aryl, optionally substituted fused heteroaryl, carbocyclic, a heterocyclic group, a heteroaryl group, C_{1-10} alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocyclealkyl, heterocyclealkyl, hydroxyalkyl, nitro, amino, cyano, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, carboxy, carbonylamido, alkylthiol, alkylsulfonyl or alkylcarboxylate.

55. The compound of Formula II:



(II)

or a pharmaceutically acceptable salt or prodrug thereof, wherein:

Ar is optionally substituted and is aryl, heteroaryl, saturated carbocyclic, partially saturated carbocylic, saturated heterocyclic, partially saturated heterocyclic, arylalkyl, or heteroarylalkyl;

R_1-R_8 are independently hydrogen, halo, haloalkyl, aryl, optionally substituted fused aryl, optionally substituted fused heteroaryl, carbocyclic, a heterocyclic group, a heteroaryl group, C_{1-10} alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocyclealkyl, heterocyclealkyl, hydroxyalkyl, nitro, amino, cyano, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, carboxy, carbonylamido, alkylthiol, alkylsulfonyl or alkylcarboxylate;

the dash line represents either a single bond or a double bond; and

Q is N or C, with the proviso that when Q is N and the dash line represents a double bond, then R_4 is either O or none;and with the proviso that when R_2 is CN and Ar is phenyl, then at least one of the R_1 and R_3-R_8 is other than hydrogen.

56. The compound of claim 55, wherein Q is C and the dash line is a double bond.

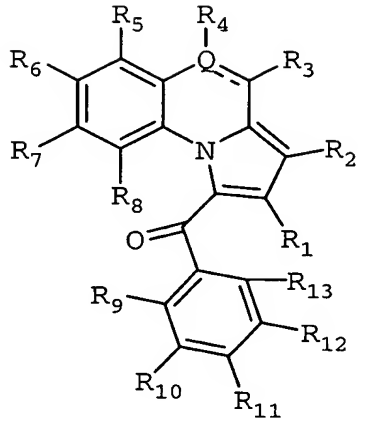
57. The compound of claim 55, wherein Q is N and the dash line is a double bond.

58. The compound of claim 55, wherein R_2 is CN.

59. The compound of claim 55, wherein Ar is phenyl, naphthyl, pyridyl, quinolyl, isoquinolyl, thienyl, furyl, pyrrolyl, indolyl, or cyclohexyl, each of which is optionally substituted.

60. The compound of claim 59, wherein Ar is optionally substituted and is phenyl or pyridyl.

61. A compound of Formula III:



(III)

or a pharmaceutically acceptable salt or prodrug thereof, wherein:

R_1-R_8 are independently hydrogen, halo, haloalkyl, aryl, optionally substituted fused aryl, optionally substituted fused heteroaryl, carbocyclic, a heterocyclic group, a heteroaryl group, C_{1-10} alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocyclealkyl, heterocyclealkyl, hydroxyalkyl, nitro, amino, cyano, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, carboxy, carbonylamido, alkylthiol, alkylsulfonyl or alkylcarboxylate;

R_9-R_{13} are independently hydrogen, halo, C_1-C_6 haloalkyl, C_6-C_{10} aryl, heteroaryl, C_4-C_7 cycloalkyl, C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_6-C_{10} aryl(C_1-C_6)alkyl, C_6-C_{10} aryl(C_2-C_6)alkenyl, C_6-C_{10} aryl(C_2-C_6)alkynyl, C_1-C_6 hydroxyalkyl, nitro, amino, ureido, cyano, C_1-C_6 acylamino, hydroxy, thiol, C_1-C_6 acyloxy, azido, C_1-C_6 alkoxy, carboxy, (C_1-C_6)alkylsulfonyl or (C_1-C_6)alkylcarboxylate;

the dash line represents either a single bond or a double bond; and

Q is N or C, with the proviso that when Q is N and the dash line represents a double bond, then R_4 is either O or none;

and with the proviso that when R_2 is CN, then at least one of the R_1 and R_3-R_{13} is other than hydrogen.

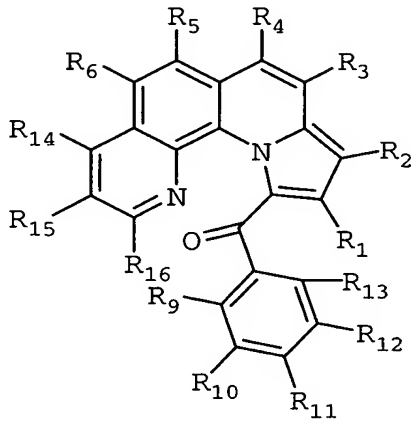
62. The compound of claim 61, wherein Q is C and the dash line is a double bond.

63. The compound of claim 61, wherein Q is N and the dash line is a double bond.

64. The compound of claim 61, wherein R_2 is CN.

65. The compound of claim 61, wherein R_1-R_8 are independently hydrogen, halo, haloalkyl, aryl, optionally substituted fused heteroaryl, carbocyclic, a heterocyclic group, a heteroaryl group, C_{1-10} alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocyclealkyl, heterocyclealkyl, hydroxyalkyl, nitro, amino, cyano, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, carboxy, carbonylamido, alkylthiol, alkylsulfonyl or alkylcarboxylate.

66. A compound of Formula IV:



(IV)

or a pharmaceutically acceptable salt or prodrug thereof, wherein:

R_1-R_6 are independently hydrogen, halo, haloalkyl, aryl, carbocyclic, a heterocyclic group, a heteroaryl group, C_{1-10} alkyl, alkenyl, alkynyl, arylalkyl, arylalkenyl, arylalkynyl, heteroarylalkyl, heteroarylalkenyl, heteroarylalkynyl, carbocyclealkyl, heterocyclealkyl, hydroxyalkyl, nitro, amino, cyano, acylamido, hydroxy, thiol, acyloxy, azido, alkoxy, carboxy, carbonylamido, alkylthiol, alkylsulfonyl or alkylcarboxylate; and

R_9-R_{16} are independently hydrogen, halo, C_1-C_6 haloalkyl, C_6-C_{10} aryl, C_5-C_{10} heteroaryl, C_4-C_7 cycloalkyl, C_1-C_6 alkyl, C_2-C_6 alkenyl, C_2-C_6 alkynyl, C_6-C_{10} aryl(C_1-C_6)alkyl, C_6-C_{10} aryl(C_2-C_6)alkenyl, C_6-C_{10} aryl(C_2-C_6)alkynyl, C_1-C_6 hydroxyalkyl, nitro, amino, ureido, cyano, C_1-C_6 acylamino, hydroxy, thiol, C_1-C_6 acyloxy, azido, C_1-C_6 alkoxy, carboxy, (C_1-C_6)alkylsulfonyl or (C_1-C_6)alkylcarboxylate.

67. The compound of claim 66, wherein R_2 is CN.

68. A compound selected from the group consisting of:

3-Cyano-1-(3-methoxy-benzoyl)-pyrrolo[1,2-*a*]quinoline;

1-(3-Bromo-benzoyl)-3-cyano-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-methoxy-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-methyl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

1-(4-Chloro-benzoyl)-3-cyano-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-fluoro-benzoyl)-pyrrolo[1,2-*a*]quinoline;

1-(4-Bromo-benzoyl)-3-cyano-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-3-cyano-7-methyl-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-3-cyano-5-methyl-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-nitro-benzoyl)-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-3-cyano-6,7,8,9-tetrahydro-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(pyridine-2-carbonyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(pyridine-3-carbonyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-pyrrolidin-1-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[hydroxy-(4-methoxyphenyl)-methyl]-pyrrolo[1,2-*a*]quinoline;

1-(4-Amino-benzoyl)-3-cyano-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-imidazol-1-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-cyclopropanecarbonyl-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[4-(methyl carboxylate)benzoyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-diethylmino-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-methanesulfonyl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[hydroxy-(4-imidazol-1-yl-phenyl)-methyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[imidazol-1-yl-(4-imidazol-1-yl-phenyl)-methyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[4-(4-pyridin-2-yl-piperazin-1-yl)-benzoyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[4-(2-morpholin-4-yl-ethylamino)-benzoyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-morpholin-4-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[4-(4-methyl-piperazin-1-yl)-benzoyl]-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-3-cyano-8-methyl-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-6-chloro-3-cyano-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-4-bromo-3-cyano-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-7-chloro-3-cyano-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(morpholine-4-carbonyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-pyrazol-1-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

1-Benzoyl-3-cyano-4-methyl-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-fluoro-benzoyl)-8-methyl-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-imidazol-1-yl-benzoyl)-8-methyl-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(hydroxy-phenyl-methyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[hydroxy-(4-fluorophenyl)-methyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(hydroxy-phenyl-methyl)-8-methyl-pyrrolo[1,2-*a*]quinoline;

6-Chloro-3-cyano-1-(hydroxy-phenyl-methyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[hydroxy-(4-pyrazol-1-yl-phenyl)-methyl]-pyrrolo[1,2-*a*]quinoline;

6-Chloro-3-cyano-1-(4-fluoro-benzoyl)-pyrrolo[1,2-*a*]quinoline;

6-Chloro-3-cyano-1-(4-imidazol-1-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-piperazin-1-yl-benzoyl)-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-[4-(3-dimethylamino-propylamino)-benzoyl]-pyrrolo[1,2-*a*]quinoline;

3-Cyano-1-(4-methoxy-benzoyl)-pyrrolo[1,2-*a*]quinoxaline;

3-Cyano-4,5-dihydro-1-(4-methoxy-benzoyl)-pyrrolo[1,2-*a*]quinoxaline;

3-Cyano-1-(3-hydroxy-benzoyl)-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[3-(2-morpholin-4-yl-ethoxy)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[3-(2-dimethylamino-ethoxy)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[3-(carboxymethoxy)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[3-(2-hydroxyethoxy)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[2-(dimethylaminomethyl)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[4-(dimethylaminomethyl)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[4-(morpholin-4-ylmethyl)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[4-(4-methylpiperazin-1-ylmethyl)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-[4-(imidazol-1-ylmethyl)benzoyl]-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(4-fluoro-benzoyl)-8-dimethylaminomethyl-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(4-dimethylamino-benzoyl)-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-6-nitro-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-6-hydroxy-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-8-hydroxy-pyrrolo[1,2-α]quinoline;

1-Benzoyl-3-cyano-6-(2-morpholin-4-yl-ethoxy)-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-6-(2-dimethylamino-ethoxy)-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-8-(2-morpholin-4-yl-ethoxy)-pyrrolo[1,2-a]quinoline;

1-Benzoyl-3-cyano-8-(2-dimethylamino-ethoxy)-pyrrolo[1,2-a]quinoline;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid *N*-hydroxysuccinimidyl ester;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid (2-hydroxy-ethyl)-amide;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid (2-morpholin-4-yl-ethyl)-amide;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid hydroxy-amide;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid (2-amino-ethyl)-amide;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid (3-dimethylamino-propyl)-amide;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid {2-[2-(2-amino-ethoxy)-ethoxy-]-ethyl}-amide;

1-(3-Methoxy-benzoyl)-3-(4-methyl-piperazine-1-cabonyl)-pyrrolo[1,2-a]quinoline;

1-(3-Methoxy-benzoyl)-pyrrolo[1,2-a]quinoline-3-carboxylic acid (2-piperazin-1-yl-ethyl)-amide;

3-Cyano-1-(2-fluoro-benzoyl)-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(2-methylbenzoyl)-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(4-acetamido-3-nitro-benzoyl)-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(4-fluoro-benzoyl)-pyrrolo[1,2-a]quinoxaline;

3-Cyano-1-(2-imidazol-1-yl-benzoyl)-pyrrolo[1,2-a]quinoline;

3-Cyano-1-(2-morpholine-1-yl-benzoyl)-pyrrolo[1,2-a]quinoline; and

3-Cyano-1-(4-carboxy-benzoyl)-pyrrolo[1,2-a]quinoline;

or a pharmaceutically acceptable salt or prodrug thereof.